

CT-07

000421000

APPLICATION FOR AUTHORITY  
OF  
GOLDENEYE INTERNATIONAL, INC.  
UNDER SECTION 1304 OF THE BUSINESS CORPORATION LAW

FEDERAL

Apr 21 12:05 PM '00

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STATE OF NEW YORK  
DEPARTMENT OF STATE  
FILED APR 21 2000  
TAX \$ 111  
BY: LC

DRAFTED BY:

WINTHROP, STIMSON, PUTNAM & ROBERTS  
FINANCIAL CENTRE  
695 EAST MAIN STREET  
STAMFORD, CT 06904

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## APPLICATION FOR AUTHORITY

OF

GOLDENEYE INTERNATIONAL, INC.

## UNDER SECTION 1304 OF THE BUSINESS CORPORATION LAW

Pursuant to the provisions of the New York Business Corporation Law, the undersigned corporation hereby applies for authority to transact business in New York, and for that purpose submits the following:

1. The name of the corporation is GoldenEye International, Inc.
2. It is incorporated under the laws of Delaware.
3. The date of its incorporation is January 19, 2000.
4. The business which the corporation proposes to conduct in New York State is as follows:

This corporation is formed to engage in any lawful act or activity for which a corporation may be organized under the Business Corporation Law, provided that it is not formed to engage in any act or activity requiring the consent or approval of any state official, department, board, agency or other body.

5. The office of the corporation within the State of New York is to be located in the County of New York.
6. The corporation hereby designates the Secretary of State as its agent upon whom all process in any action or proceedings against it may be served within the State of New York.
7. The corporation hereby appoints CT Corporation System, 111 Eighth Avenue, New York, New York 10011, as its registered agent in New York upon whom process against it may be served.
8. The corporation has not since its incorporation or since the date its authority to do business in New York was last surrendered, engaged in any activity in this state except as set forth in paragraph (b) of section 1301 of the Business Corporation law.
9. The address to which the Secretary of State shall mail a copy of process in any action or proceedings against the corporation which may be served upon him is: c/o CT Corporation System, 111 Eighth Avenue, New York, New York 10011.

*State of Delaware*  
**Office of the Secretary of State**

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "GOLDENEYE INTERNATIONAL, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTIETH DAY OF APRIL, A.D. 2000.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.



*Edward J. Freel*  
Edward J. Freel, Secretary of State

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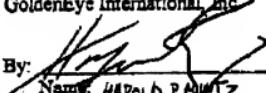
AUTHENTICATION: 0393178  
DATE: 04-20-00

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TOTAL P.05

IN WITNESS WHEREOF, GoldenEye International, Inc., the corporation hereinbefore mentioned and described has caused this certificate to be signed in its name by its Chairman and CEO this 17<sup>th</sup> day of April, 2000 and the statements contained therein are affirmed as true under penalties of perjury.

GoldenEye International, Inc.

By: 

Name: HAROLD P. HUNTZ  
Title: CHAIRMAN & CEO.

N. Y. S. DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS AND STATE RECORDS

ALBANY, NY 12231-0001

FILING RECEIPT

ENTITY NAME: GOLDENEYE INTERNATIONAL, INC.

DOCUMENT TYPE: APPLICATION AUTHORITY (FOR. BUSINESS)

COUNTY: NEWY

SERVICE COMPANY: CT CORPORATION SYSTEM

SERVICE CODE: 07

FILED: 04/21/2000 DURATION: PERPETUAL CASH#: 000421000460 FILM #: 000421000449

ADDRESS FOR PROCESS

EXIST DATE

C/O C T CORPORATION SYSTEM  
111 EIGHTH AVENUE  
NEW YORK, NY 10011

04/21/2000

REGISTERED AGENT

C T CORPORATION SYSTEM  
111 EIGHTH AVENUE  
NEW YORK, NY 10011

FILER	FEES	PAYMENTS	
WINTHROP, STIMSON, PUTNAM & ROBERTS FINANCIAL CTR, 695 E. MAIN STREET STAMFORD, CT 06904	335.00	335.00	
			-----
	FILING	225.00	CASH 0.00
	TAX	0.00	CHECK 335.00
	CERT	0.00	CHARGE 0.00
	COPIES	10.00	DRAWDOWN 0.00
	HANDLING	100.00	BILLED 0.00
			REFUND 0.00

**CT CORPORATION SYSTEM**

155 Washington Avenue  
Albany, NY 12210  
Tel. 518 463 2324  
Fax 518 463 6533

April 25, 2000

Ann E. Jerge  
Winthrop Stimson Putnam & Roberts  
Financial Centre  
695 East Main Street  
Stamford, CT 06904

**Re: GOLDENEYE INTERNATIONAL, INC.**  
**Order # 2168190 Log # 106332**

Dear Ms. Jerge:

As instructed, we enclose the following document(s) issued by the New York State Department of State:

**Receipt \$335 and certified copy of Application for Authority which filed on April 21, 2000.**

If you have any questions concerning this order, please contact Scott Arthur in our New York office. Thank you for the opportunity to be of service.

Very truly yours,

CT-Albany Office

Enclosure(s)

KF

Via: FedEx